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**EXHIBIT A**

**PHILLIPS, GOLDMAN & SPENCE, P.A.**

**INVOICES BY TIME AND INDIVIDUAL**

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**FOR THE TIME PERIOD  
NOVEMBER 1, 2011 THROUGH  
NOVEMBER 30, 2011**

1200 N. Broom Street  
Wilmington, DE 19806  
(302) 655-4200  
EI #: 51-0328786

December 12, 2011

Orrick, Herrington & Sutcliffe, LLP  
Washington Harbour  
3050 K Street, N.W.  
Washington DC 20007--5135

File WRG-AUS/JCP  
Invoice number 100978

Re: W. R. Grace & Co.  
David T. Austern  
Case No.: 01-01139 (RLB)

Subtotal for FEES only: 11/30/11	\$8,342.00
Subtotal for COSTS only: 11/30/11	\$3,833.53
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CURRENT PERIOD FEES AND COSTS: 11/30/11	\$12,175.53
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Please send remittance copy with payment. Thank you.

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December 12, 2011

Orrick, Herrington & Sutcliffe, LLP

File ~~WRG-AUS/JCP~~  
Invoice number 100978

Re: W. R. Grace & Co.  
David T. Austern

SERVICES	HOURS	AMOUNT
FEE/EMPLOYMENT APPLICATIONS	32.0	7,574.00
CASE ADMINISTRATION	1.2	198.00
LITIGATION	1.2	570.00
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Subtotal for FEES only: 11/30/11	34.4	\$8,342.00
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RATE	SUMM	HOURS				
475.00	JCP	8.60	8.60	4,085.00	0.00	0.00
165.00	CAH	25.80	25.80	4,257.00	0.00	0.00
		-----	-----	-----	-----	-----
Totals		34.40	34.40	8,342.00	0.00	0.00

Sorts: Grouping code  
Client code  
Actual employee code  
Transaction date

Ranges:  
Include "Client code" from WRG to WRG  
Exclude "Billable \$" from 0.00 to 0.00  
Include "Invoice Number" from 100978 to 100978

21 code	Grouping code description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	CASE ADMINISTRATION	CAH	11/02/11	Download and file Withdrawal of Appearance of Josh Cutler of Orrick; send information to D. Fullem.	0.20	33.00	Ca
WRG	CASE ADMINISTRATION	CAH	11/08/11	Update docket to system.	0.10	16.50	
WRG	CASE ADMINISTRATION	CAH	11/09/11	Update service list.	0.30	49.50	
WRG	CASE ADMINISTRATION	CAH	11/10/11	Update 2002 list.	0.20	33.00	
WRG	CASE ADMINISTRATION	CAH	11/16/11	Update docket to system.	0.10	16.50	
WRG	CASE ADMINISTRATION	CAH	11/17/11	Update docket to system.	0.10	16.50	
WRG	CASE ADMINISTRATION	CAH	11/28/11	Download and update docket to system.	0.20	33.00	
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					1.20	198.00	
					-----	-----	
					1.20	198.00	
					-----	-----	

Total records this group: 7



Cl code	Grouping code	description	Act Emp Date	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/01/11	Scan file and serve Certificates of No Objection to July, August and September 2009 Fee Applications.	0.70	115.50	fa
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/01/11	Review of and revise July, August and September 2010 Fee Applications, then scan, file and serve same.	1.00	165.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/01/11	Begin October 2010 Fee Applications.	0.30	49.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/02/11	Scan file and serve Phillips, Goldman & Spence 26th Quarterly Fee Application.	0.30	49.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/02/11	Draft October 2010 Monthly Fee Application for Phillips, Goldman & Spence.	0.60	99.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/02/11	Draft November 2010 Monthly Fee Application for Phillips, Goldman & Spence.	0.50	82.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/02/11	Draft December 2010 Monthly Fee Application for Phillips, Goldman & Spence.	0.50	82.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/02/11	Draft 27 Quarterly Fee Application for Phillips, Goldman & Spence.	0.80	132.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/03/11	Make corrections to October, November and December 2010 Fee Applications for Phillips, Goldman & Spence.	0.30	49.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/03/11	Scan, file, merge and serve October 2010 Fee Application for Phillips, Goldman & Spence.	0.30	49.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/03/11	Scan, file, merge and serve November 2010 Fee Application for Phillips, Goldman & Spence.	0.30	49.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/03/11	Scan, file, merge and serve December 2010 Fee Application for Phillips, Goldman & Spence.	0.30	49.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/03/11	Scan, file, merge and serve 27th Quarterly Fee Application for Phillips, Goldman & Spence (system very slow).	0.60	99.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/08/11	E-mail to J. Johnston and review of and revise cover sheet.	0.10	16.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/08/11	Draft, scan file and serve corrected cover sheet for July, August and September 2010 Fee Applications.	0.50	82.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/08/11	Work on Certificates of No Objection due.	0.40	66.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11	Draft Certificate of No Objection for Phillips, Goldman & Spence October, November and December 2009 Fee Applications.	0.70	115.50	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11	Code pre-bill to assure compliance with local rules.	0.20	33.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11	Scan, file and serve Certificate of No Objection for October, November and December 2009 Fee Applications for Phillips, Goldman & Spence.	0.60	99.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11	Draft January 2011 Fee Application for Phillips, Goldman & Spence.	0.60	99.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11	Draft February 2011 Fee Application for Phillips, Goldman & Spence.	0.60	99.00	

WRG-AUS			LEGALMASTER MIRC for Transactions -Fees-		Billable Hours	Billable Dollars	Gr Cd
C1	code	Grouping code	description	Act Emp Trans Date	Transaction description		
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11 Draft March 2011 Fee Application for Phillips, Goldman & Spence.		0.60	99.00	fa
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11 Draft 28th Quarterly Fee Application for Phillips, Goldman & Spence.		0.80	132.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11 Scan, file and serve 80th (January 2011) Monthly Fee Application for Phillips, Goldman & Spence.		0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11 Scan, file and serve February 2011 Monthly Fee Application for Phillips, Goldman & Spence.		0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11 Scan, file and serve March 2011 Monthly Fee Application for Phillips, Goldman & Spence.		0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/09/11 Review of and revise, scan, file and serve Phillips, Goldman & Spence 28th Quarterly Fee Application.		0.40	66.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Draft Phillips, Goldman & Spence April 2011 Fee Application.		0.50	82.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Draft Phillips, Goldman & Spence May 2011 Fee Application.		0.50	82.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Draft Phillips, Goldman & Spence June 2011 Fee Application.		0.50	82.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Draft 29th Quarterly Fee Application for Phillips, Goldman & Spence.		0.70	115.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Scan, file and serve 29th Quarterly Fee Application.		0.30	49.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Draft September 2011 Fee Application for Phillips, Goldman & Spence.		0.50	82.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/10/11 Draft 30th Quarterly Fee Application for Phillips, Goldman & Spence.		0.80	132.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/11/11 Review of Fee Application drafted to verify corrections.		0.60	99.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/11/11 Scan file, merge and serve July, August and September 2011 Monthly Fee Applications for Phillips, Goldman & Spence.		0.70	115.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/11/11 Scan file, merge and serve 30th Quarterly Fee Application for Phillips, Goldman & Spence.		0.30	49.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/15/11 Draft Certificates of No Objection for January, February, March, April, May and June Fee Applications.		0.70	115.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/16/11 Scan file and serve January, February, March, April, May and June 2010 Certificates of No Objection related to Fee Applications.		0.80	132.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/17/11 Draft October Fee Application.		0.60	99.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/18/11 Review of e-mail from D. Fullem and download and file Certificate of No Objection for September Fee Applications for Orrick and Towers.		0.50	82.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	11/21/11 Draft Certificate of No Objection for 74th through 79th Monthly Fee Applications.		0.80	132.00	

WRG-AUS			LEGALMASTER MIRC for Transactions -Fees-		Billable Hours	Billable Dollars	Gr Cd
C1 code	Grouping code description	Act Emp Date	Transaction description				
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/23/11	Review of and revise Orrick's October Fee Application and e-mail for exhibit A.		0.30	49.50	fa
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/23/11	Scan file and serve Phillips, Goldman & Spence October Fee Application.		0.30	49.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/23/11	Scan and file Orrick's October Fee Application; e-mail docket number to Orrick.		0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/23/11	Reconcile payment to invoices and e-mail to John C. Phillips, Jr.; create chart of same.		0.60	99.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/28/11	Scan file, label and download Certificates of No Objection for Phillips, Goldman & Spence for July through December 2010 Fee Applications and serve same.		0.70	115.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/29/11	Review of e-mail from B. Ruhlander and review of e-mail from John C. Phillips, Jr. re: Fee Application review.		0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/29/11	Respond to e-mail from B. Ruhlander (3x).		0.30	49.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH 11/30/11	Draft Certificate of No Objection for January, February and March 2011 Phillips, Goldman & Spence Fee Applications; phone conference with B. Ruhlander re: same.		0.60	99.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	JCP 11/01/11	Review of Fee Auditor's Report for the 41st Interim Period Approving Phillips, Goldman & Spence Fee Applications.		0.10	47.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	JCP 11/03/11	Review of, revise and execute 3 Monthly Fee Applications (October 2010, (.3), November 2010 (.3), and December 2010 (.3); review of, revise and execute 27th Quarterly Fee Application (.3); conference with Celeste A. Hartman re: revisions to same (.1).		1.30	617.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	JCP 11/08/11	Review of Debtors' Certificate of No Objection re: Motion to Amend OCP Orders.		0.10	47.50	
WRG	FEE/EMPLOYMENT APPLICATIONS	JCP 11/09/11	Review of and execute Certificate of No Objection re: 65th Monthly (October 2009) Fee Application (.1); review of and execute Certificate of No Objection re: 66th Monthly (November 2009) Fee Application (.1); review of and execute Certificate of No Objection re: 67th Monthly (December 2009) Fee Application (.1); review of, revise and execute 80th Monthly (January 2011) Fee Application (.3); review of, revise and execute 81st Monthly (February 2011) Fee Application (.3); review of, revise and execute 82nd Monthly (March 2011) Fee Application (.3); review of, revise and execute 28th Quarterly (January through March 2011) Fee Application (.3); conference with Celeste A. Hartman re: same (.1).		1.60	760.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	JCP 11/10/11	Review of, revise and execute 83rd Monthly Fee Application (April 2011) (.3); review of, revise and execute 84th Monthly Fee Application (May 2011) (.3); review of, revise and execute 85th Monthly Fee Application (June 2011) (.3); review of, revise and execute 29th Quarterly Fee Application (April-June 2011) (.3); conference with Celeste A. Hartman re: same (.1).		1.30	617.50	



C1 code Grouping code description

Act Trans  
Emp Date

Transaction description

Billable  
Hours

Billable  
Dollars Gr  
Cd

WRG FEE/EMPLOYMENT APPLICATIONS

JCP 11/11/11

Review of, revise and execute 86th Monthly Fee Application (July 2011) (.3); review of, revise and execute 87th Monthly Fee Application (August 2011) (.3); review of, revise and execute 88th Monthly Fee Application (September 2011) (.3); review of, revise and execute 30th Quarterly Fee Application (July-September 2011) (.3); conference with Celeste A. Hartman re: same (.1)

1.30

617.50 fa

WRG FEE/EMPLOYMENT APPLICATIONS

JCP 11/15/11

Review of and execute 6 Certificates of No Objection (at .1 for each re: Phillips, Goldman & Spence 68th, 69th, 70th, 71st, 72nd and 73rd Monthly Fee Applications.

0.60

285.00

WRG FEE/EMPLOYMENT APPLICATIONS

JCP 11/19/11

Review of, revise and execute 89th Monthly (October 2011) Fee Application; memorandum to file re: same.

0.30

142.50

WRG FEE/EMPLOYMENT APPLICATIONS

JCP 11/23/11

Review of, revise and execute Certificate of No Objection for Phillips, Goldman & Spence 74th Monthly Fee Application (.1); review of, revise and execute Certificate of No Objection for Phillips, Goldman & Spence 75th Monthly Fee Application (.1); review of, revise and execute Certificate of No Objection for Phillips, Goldman & Spence 76th Monthly Fee Application (.1); review of, revise and execute Certificate of No Objection for Phillips, Goldman & Spence 77th Monthly Fee Application (.1); review of, revise and execute Certificate of No Objection for Phillips, Goldman & Spence 78th Monthly Fee Application (.1); review of, revise and execute Certificate of No Objection for Phillips, Goldman & Spence 79th Monthly Fee Application (.1); conference with Celeste A. Hartman re: same.

0.70

332.50

WRG FEE/EMPLOYMENT APPLICATIONS

JCP 11/30/11

E-mail from Grace re: remittance advise; e-mail to Celeste A. Hartman re: same.

0.10

47.50

Total records this group: 60

34 records printed.

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7.40      3,515.00
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32.00     7,574.00
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34.40     8,342.00
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